

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM310552

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Choptank Interests LLC as collateral agent successor to Audubon Capital SBIC, L.P. who resigned as Collateral Agent		07/11/2014	LLC: UNITED STATES
RECEIVING PARTY DATA			
Name:	GIMBORN PET SPECIALTIES LLC		
Street Address:	2425 W Dorothy Lane		
City:	Dayton		
State/Country:	OHIO		
Postal Code:	45439		
Entity Type:	LIMITED LIABILITY COMPANY: UNITED STATES		
PROPERTY NUMBERS Total: 48			
Property Type	Number	Word Mark	
Serial Number:	76377547	ARC	
Serial Number:	76377546	ARC LABORATORIES	
Serial Number:	73360113	AVI.VITE	
Serial Number:	73498409	BIRD CAGE DEFENDER	
Serial Number:	73111675	CAPTAIN CAT	
Serial Number:	74405874	CAT A'ABOUT	
Serial Number:	76347147		
Serial Number:	74402314	CAT GRASS PLUS	
Serial Number:	76460402	CATNIP PLUS	
Serial Number:	75701792	CENTER CUT	
Serial Number:	74402316	CHERISHES	
Serial Number:	74071070	COMBONE	
Serial Number:	74585426	EYE CLEAR	
Serial Number:	76434413	FEATHER GLO	
Serial Number:	73123628	FEATHER GLO	
Serial Number:	75245415	FLUFF-A-BED	
Serial Number:	74454399	GOURMET PET	
TRADEMARK			

OP \$1215.00 76377547

Property Type	Number	Word Mark
Serial Number:	78645405	GRASS GEL
Serial Number:	78615865	HOT SPOT
Serial Number:	76140471	KATCHEEZE
Serial Number:	77026888	K-P
Serial Number:	73257873	KWIK-STOP
Serial Number:	77021976	KWIK-STOP
Serial Number:	74402317	NURTURES
Serial Number:	74402318	NUTRIGEL
Serial Number:	74352236	OTI-CLENS
Serial Number:	73258238	OTICARE B
Serial Number:	73258239	OTICLEAN A
Serial Number:	76256374	
Serial Number:	76276609	
Serial Number:	75201129	PRO-TREAT
Serial Number:	77950310	PRO-TREAT RAW NATURALS
Serial Number:	85127210	QUIKKLOT
Serial Number:	76415820	R-7
Serial Number:	73191505	R-7
Serial Number:	76415819	R-7
Serial Number:	77950320	RAW SCIENCE
Serial Number:	73267015	REDI
Serial Number:	74657685	RICH HEALTH
Serial Number:	75646315	RICH HEALTH
Serial Number:	73093446	SCALEX
Serial Number:	76509450	SMALL ANIMAL GRASS PLUS
Serial Number:	76553948	THE ORIGINAL FREEZE DRIED TRAINING TREAT
Serial Number:	71362328	VIONATE
Serial Number:	73607731	VITAL NUTRITION
Serial Number:	74145213	WONDER COAT
Serial Number:	73257899	WONDER COAT
Serial Number:	75629585	WOWSERS

CORRESPONDENCE DATA

Fax Number: 5045689130

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 504 5661311 ext 1434

Email: rosel@phelps.com

Correspondent Name: Lynn Rose c/o Phelps Dunbar LLP

Address Line 1: 365 Canal Street, Suite 2000

TRADEMARK

REEL: 005321 FRAME: 0829

Address Line 4: New Orleans, LOUISIANA 70130

NAME OF SUBMITTER: Lynn Rose

SIGNATURE: /s/ Lynn Rose

DATE SIGNED: 07/14/2014

Total Attachments: 10

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RELEASE OF TRADEMARK SECURITY AGREEMENT

This Release of Trademark Security Agreement (this "Release"), dated as of July 11, 2014, is made by Choptank Interests, LLC, a Maryland limited liability company ("Choptank"), in favor of Gimborn Pet Specialties LLC (the "Company").

Pursuant to that certain Trademark Security Agreement dated as of October 20, 2010 (the "Trademark Security Agreement"), the Company granted a security interest in certain federally registered trademarks and trademark applications (more fully described below) in favor of Audubon Capital SBIC, L.P., as collateral agent for the ratable benefit of the purchasers of certain debentures issued by the Company (in such capacity, "Audubon"). The Trademark Security Agreement was recorded in the records of the United States Patent and Trademark Office on October 26, 2010 at Reel/Frame 4307/0930.

Pursuant to that certain Resignation of Collateral Agent and Appointment of Successor Collateral Agent and Agent dated as of June 9, 2014, Audubon resigned as collateral agent, and Choptank was appointed successor collateral agent (Choptank, in such capacity, is referred to herein as the "Secured Party").

The Secured Party desires to release its security interest and assignment in the trademarks of the Company set forth on Exhibit A hereto granted pursuant to the Trademark Security Agreement.

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party does hereby release its security interest in all of the trademarks described in the Trademark Security Agreement, as more fully described on Exhibit A hereto, and further releases any and all other rights it may have under the Trademark Security Agreement.

[Remainder of this page intentionally left blank. Signature pages follow.]

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed as of the date first above written.

SECURED PARTY:

CHOPTANK INTERESTS, LLC, as
Collateral Agent

By: _____

Name: Robert N. Cowin
Title: Authorized Person

ACKNOWLEDGED AND AGREED:

AUDUBON CAPITAL SBIC, L.P., as,
together with Miami Valley Venture
Fund II L.P. (Early Stage), Miami Valley
Venture Fund II L.P. (Growth Stage), and
William M. Sherk, Jr., Majority Purchasers
for and on behalf of the Debenture Purchasers

By United States Small Business Administration,
its general partner

By: _____
Name:
Title:

**MIAMI VALLEY VENTURE FUND
II L.P. (Early Stage)**, as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Growth Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: _____
Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

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SECURED PARTY:

CHOPTANK INTERESTS, LLC, as
Collateral Agent

By: _____

Name: Robert N. Cowin
Title: Authorized Person

ACKNOWLEDGED AND AGREED:

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together with Miami Valley Venture
Fund II L.P. (Early Stage), Miami Valley
Venture Fund II L.P. (Growth Stage), and
William M. Sherk, Jr., Majority Purchasers
for and on behalf of the Debenture Purchasers

By United States Small Business Administration,
its Receiver

By: _____

Name: Gail G. Green
Title: Chief, Account Resolution Branch

**MIAMI VALLEY VENTURE FUND
II L.P. (Early Stage)**, as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Growth Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: _____

Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

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SECURED PARTY:

CHOPTANK INTERESTS, LLC, as
Collateral Agent

By: _____
Name: Robert N. Cowin
Title: Authorized Person

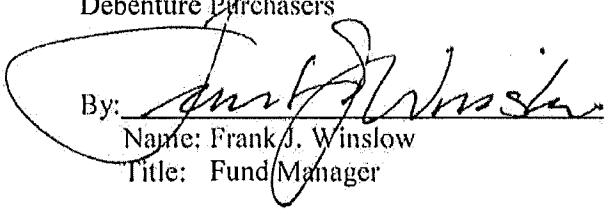
ACKNOWLEDGED AND AGREED:

AUDUBON CAPITAL SBIC, L.P., as,
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Fund II L.P. (Early Stage), Miami Valley
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William M. Sherk, Jr., Majority Purchasers
for and on behalf of the Debenture Purchasers

By United States Small Business Administration,
its general partner

By: _____
Name:
Title:

**MIAMI VALLEY VENTURE FUND
II L.P. (Early Stage)**, as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Growth Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: 
Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

MIAMI VALLEY VENTURE FUND

II L.P. (Growth Stage), as, together with Audubon Capital SBIC, L.P., Miami Valley Venture Fund II L.P. (Early Stage) and William M. Sherk, Jr., Majority Purchasers for and on behalf of the Debenture Purchasers

By: 

Name: Frank J. Winslow

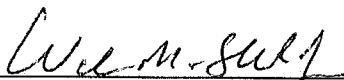
Title: Fund Manager

William M. Sherk, Jr., as, together with Audubon Capital SBIC, L.P., Miami Valley Venture Fund II L.P. (Early Stage) and Miami Valley Venture Fund II L.P. (Growth Stage), Majority Purchasers for and on behalf of the Debenture Purchasers

MIAMI VALLEY VENTURE FUND

II L.P. (Growth Stage), as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Early Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: _____
Name: Frank J. Winslow
Title: Fund Manager



William M. Sherk, Jr., as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Early Stage) and Miami Valley Venture
Fund II L.P. (Growth Stage), Majority Purchasers
for and on behalf of the Debenture Purchasers

EXHIBIT A

FEDERALLY REGISTERED TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Number</u>		<u>Country</u>				
Trademark	Country	Status	Listed Owner*	Serial No.	Filing Date	Reg. No.	Reg. Date
ARC	United States	REGISTERED	Gimborn Pet Specialties, LLC	76377547	1-Mar-02	2736104	15-Jul-03
ARC LABORATORIES & Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	76377546	1-Mar-02	2739746	22-Jul-03
AVI.VITE	United States	REGISTERED	Gimborn Pet Specialties, LLC	73360113	16-Apr-82	1282964	26-Jun-84
BIRD CAGE DEFENDER	United States	REGISTERED	Gimborn Pet Specialties, LLC	73498409	10-Sep-84	1333955	7-May-85
CAPTAIN CAT	United States	REGISTERED	Gimborn Pet Specialties, LLC	73111675	6-Jan-77	1088490	4-Apr-78
CAT A'ABOUT	United States	REGISTERED	Gimborn Pet Specialties, LLC	74405874	23-Jun-93	1825353	8-Mar-94
Cat Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	76347147	11-Dec-01	2604849	6-Aug-02
CAT GRASS PLUS	United States	REGISTERED	Gimborn Pet Specialties, LLC	74402314	15-Jun-93	1881570	28-Feb-95
CATNIP PLUS	United States	REGISTERED	Gimborn Pet Specialties, LLC	76460402	15-Oct-02	2777628	28-Oct-03
CENTER CUT	United States	REGISTERED	Gimborn Pet Specialties, LLC	75701792	6-May-99	2507651	13-Nov-01
CHERISHES	United States	REGISTERED	Gimborn Pet Specialties, LLC	74402316	15-Jun-93	1900057	13-Jun-95
COMBONE	United States	REGISTERED	Gimborn Pet Specialties, LLC	74071070	20-Jun-90	1710765	25-Aug-92
EYE CLEAR	United States	REGISTERED	Gimborn Pet Specialties, LLC	74585426	13-Oct-94	1938319	28-Nov-95
FEATHER GLO	United States	REGISTERED	Gimborn Pet Specialties, LLC	76434413	24-Jul-02	2827039	30-Mar-04
FEATHER GLO (Stylized)	United States	REGISTERED	Gimborn Pet Specialties, LLC	73123628	21-Apr-77	1094924	4-Jul-78
FLUFF-A-BED	United States	REGISTERED	Gimborn Pet Specialties, LLC	75245415	21-Feb-97	2135797	10-Feb-98

Trademark	Country	Status	Listed Owner*	Serial No.	Filing Date	Reg. No.	Reg. Date
GOURMET PET	United States	REGISTERED	Gimborn Pet Specialties, LLC	74454399	2-Nov-93	1855800	27-Sep-94
GRASS GEL	United States	REGISTERED	Gimborn Pet Specialties, LLC	78645405	7-Jun-05	3102464	6-Jun-06
HOT SPOT & Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	78615865	25-Apr-05	3126116	8-Aug-06
KATCHEEZE	United States	REGISTERED	Gimborn Pet Specialties, LLC	76140471	4-Oct-00	2514851	4-Dec-01
K-P	United States	REGISTERED	Gimborn Pet Specialties, LLC	77026888	23-Oct-06	3273947	7-Aug-07
KWIK-STOP	United States	REGISTERED	Gimborn Pet Specialties, LLC	73257873	14-Apr-80	1278588	22-May-84
KWIK STOP & Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	77021976	16-Oct-06	3281517	21-Aug-07
NURTURES	United States	REGISTERED	Gimborn Pet Specialties, LLC	74402317	15-Jun-93	2004608	1-Oct-96
NUTRIGEL	United States	REGISTERED	Gimborn Pet Specialties, LLC	74402318	15-Jun-93	1891614	25-Apr-95
OTI-CLENS	United States	REGISTERED	Gimborn Pet Specialties, LLC	74352236	25-Jan-93	1818706	1-Feb-94
OTICARE B	United States	REGISTERED	Gimborn Pet Specialties, LLC	73258238	15-Apr-80	1237962	17-May-83
OTICLEAN A	United States	REGISTERED	Gimborn Pet Specialties, LLC	73258239	15-Apr-80	1248098	16-Aug-83
Pro Treat Label Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	76256374	14-May-01	2600772	30-Jul-02
Pro Treat Label Design with Dogs 	United States	REGISTERED	Gimborn Pet Specialties, LLC	76276609	26-Jun-01	2781167	11-Nov-03
PRO-TREAT	United States	REGISTERED	Gimborn Pet Specialties, LLC	75201129	6-Nov-96	2144272	17-Mar-98
PRO-TREAT RAW NATURALS	United States	PUBLISHED	Gimborn Pet Specialties, LLC	77950310	4-Mar-10		

Trademark	Country	Status	Listed Owner*	Serial No.	Filing Date	Reg. No.	Reg. Date
QUIKKLOT	United States	NEWLY FILED APPLICATION	Gimborn Pet Specialties, LLC	85127210	10-Sep-10		
R-7	United States	REGISTERED	Gimborn Pet Specialties, LLC	76415820	30-May-02	2690797	25-Feb-03
R-7 & Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	73191505	30-Oct-78	1134961	13-May-80
R-7 & Design 	United States	REGISTERED	Gimborn Pet Specialties, LLC	76415819	30-May-02	2690796	25-Feb-03
RAW SCIENCE	United States	PUBLISHED	Gimborn Pet Specialties, LLC	77950320	4-Mar-10		
REDI	United States	REGISTERED	Gimborn Pet Specialties, LLC	73267015	19-Jun-80	1184733	5-Jan-82
RICH HEALTH	United States	REGISTERED	Gimborn Pet Specialties, LLC	74657685	7-Apr-95	1963253	19-Mar-96
RICH HEALTH	United States	REGISTERED	Gimborn Pet Specialties, LLC	75646315	23-Feb-99	2542089	26-Feb-02
SCALEX	United States	REGISTERED	Gimborn Pet Specialties, LLC	73093446	14-Jul-76	1075354	18-Oct-77
SMALL ANIMAL GRASS PLUS	United States	REGISTERED	Gimborn Pet Specialties, LLC	76509450	24-Apr-03	2816855	24-Feb-04
THE ORIGINAL FREEZE DRIED TRAINING TREAT	United States	REGISTERED	Gimborn Pet Specialties, LLC	76553948	22-Oct-03	2901379	9-Nov-04
VIONATE	United States	REGISTERED	Gimborn Pet Specialties, LLC	71362328	9-Mar-35	328847	8-Oct-35
VITAL NUTRITION	United States	REGISTERED	Gimborn Pet Specialties, LLC	73607731	3-Jul-86	1444796	30-Jun-87
WONDER COAT	United States	REGISTERED	Gimborn Pet Specialties, LLC	74145213	7-Mar-91	1767816	27-Apr-93
WONDER COAT (stylized) WONDER COAT	United States	REGISTERED	Gimborn Pet Specialties, LLC	73257899	14-Apr-80	1204219	10-Aug-82
WOWSERS	United States	REGISTERED	Gimborn Pet Specialties, LLC	75629585	28-Jan-99	2316530	8-Feb-00